

HEARING DATE:
December 13, 2019

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re

SEARS HOLDINGS CORPORATION, *et al.*,

Debtors.¹

Chapter 11

Case No. 18-23538 (RDD)

(Jointly Administered)

**JOINDER OF SERTA, INC., SIMMONS COMPANY
AND SIMMONS CARIBBEAN BEDDING, INC.
TO LIMITED OBJECTION OF BONNIER CORPORATION
TO NOTICE REGARDING INITIAL DISTRIBUTION
PURSUANT TO ADMINISTRATIVE EXPENSE CLAIMS
CONSENT PROGRAM**

¹ The Debtors in these Chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innovel Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); Sears, Roebuck de Puerto Rico, Inc. (3626); SYW Relay LLC (1870); Wally Labs LLC (None); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Sears Brands Business Unit Corporation (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); SHC Licensed Business LLC (3718); SHC Promotions LLC (9626); Sears Brands Management Corporation (5365); and SRe Holding Corporation (4816). The location of the Debtors' corporate headquarters is 3333 Beverly Road, Hoffman Estates, Illinois 60179.

TO THE HONORABLE ROBERT D.
DRAIN, UNITED STATES
BANKRUPTCY JUDGE:

Serta, Inc., Simmons Company And Simmons Caribbean Bedding, Inc. (collectively, “Simmons”) hereby join (the “Joinder”) the Limited Objection of Bonnier Corporation to Notice Regarding Initial Distribution Pursuant to Administrative Expenses Claims Consent Program [Dkt. No. 6191] (the “Objection”). In support of their Joinder, the Joining Parties state as follows:

1. In addition to wholly supporting the arguments made in the Objection, the Joining Parties add that they timely submitted Ballot Nos. 182353801020295, 182353801020297, 182353801020414; 182353801020415; 182353801020418; 182353801020419; 18235801040710; 182353801040711; 18235801040712; 182353801041159; 182353801041162 [some of which are duplicate of Simmons Parties’ filed administrative claims per their Proof of Claims), filed and responded to every request of MIII, that MIII never disputed the information provided.
2. Simmons has not been contacted by MIII or Debtors to consensually agree to the Allowed Amounts of its Opt In Administrative Claims or to engage in any expedited reconciliation process as required by the Administrative Ballots.
3. Only 2 of the Simmons Parties Ballots were included in the Notice Regarding Initial Distribution Pursuant to Administrative Expenses Claims Consent Program.

For the above stated reasons, the Simmons Parties request that the Court enter an order compelling the Debtors to add all the Simmons Parties’ administrative claims in the initial distribution under the Administrative Claims Consent Program.

This 13th day of December, 2019.

ROGERS LAW OFFICES

By: /s/Beth E. Rogers
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**UNITED STATES BANKRUPTCY
COURT SOUTHERN DISTRICT OF
NEW YORK**

In re

**SEARS HOLDINGS CORPORATION, *et al.*,
(RDD) Debtors.¹**

Chapter 11

Case No. 18-23538

(Jointly Administered)

CERTIFICATE OF SERVICE

I, Beth E. Rogers, hereby certify that on December 13, 2019, I caused true, complete and accurate copies of the **JOINDER OF SERTA, INC., SIMMONS COMPANY AND SIMMONS CARIBBEAN BEDDING, INC. TO LIMITED OBJECTION OF BONNIER CORPORATION TO NOTICE REGARDING INITIAL DISTRIBUTION PURSUANT TO ADMINISTRATIVE EXPENSE CLAIMS CONSENT PROGRAM** to be served upon each of the parties listed below via pre-paid properly addressed U.S. mail:

The Honorable Robert D. Drain
United States Bankruptcy Judge
United States Bankruptcy Court, S.D.N.Y.
300 Quarropas Street
White Plains, NY 10601

Sears Holdings Corporation
3333 Beverly Road
Hoffman Estates, IL 60179
Attn: Stephen Sitley Esq.
Luke J. Valentino, Esq.

Weil, Gotshal & Manges LLP
767 Fifth Avenue
New York, NY 10153
Attn: Ray C. Schrock, P.C.
Jacqueline Marcus, Esq.
Garret A. Fail, Esq. Sunny
Singh, Esq.

Office of the United States Trustee for Region 2
201 Varick Street, Suite 1006
New York, New York 10014
Attn: Paul Schwartzberg, Esq.

<p>Skadden, Arps, Slate, Meagher & Flom LLP <i>Attorneys for Bank of America, N.A.</i> 4 Times Square New York, NY 10036 Attn: Paul D. Leake, Esq. Shana A. Elberg, Esq. George R. Howard, Esq.</p>
<p>Davis Polk & Wardell LLP <i>Attorneys for Citibank, N.A.</i> 450 Lexington Avenue New York, NY, 10017 Attn: Marshall S. Huebner, Esq. Eli J. Vonnegut, Esq.</p>
<p>Cleary, Gottlieb <i>Attorneys for JPP, LLC</i> One Liberty Plaza New York, NY, 10006 Attn: Sean A. O'Neal, Esq.</p>
<p>Kelley Drye & Warren LLP <i>Attorneys for Computershare Trust Company, N.A.</i> 101 Park Avenue New York, NY 1017 Attn: Eric R. Wilson, Esq. <u>Benjamin D. Feder, Esq. T. Charlie Liu, Esq.</u></p>
<p>Seyfarth Shaw LLP <i>Attorneys for Wilmington Trust, National Association</i> 620 Eighth Avenue New York, NY 10018 Attn: Edward M. Fox, Esq.</p>
<p>Carter Ledyard & Milburn LLP <i>Attorneys for the Bank of New York Mellon Trust Company</i> 2 Wall Street New York, NY 10015 <u>Attn: James Gadsden, Esq.</u></p>
<p>Locke Lord LLP <i>Attorneys for the Pension Benefit Guaranty Corporation</i> 111 South Wacker Drive Chicago, IL 60606 Attn: Brian A. Raynor, Esq.</p>
<p>Akin Gump Strauss Hauer & Feld LLP <i>Attorneys for the Official Committee of Unsecured Creditors</i> One Bryant Park New York, NY 10036 <u>Attn: Philip C. Dublin, Esq.</u></p>

I declare under penalty of perjury that the foregoing is true and correct.

This 13th day of December, 2019.

By: /s/Beth E. Rogers
Beth E. Rogers